

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re:

Genesis Global Holdco, LLC, *et al.*,¹

Debtors.

Chapter 11

Case No. 23-10063 (SHL)

Jointly Administered

SUPPLEMENTAL AFFIDAVIT OF SERVICE

I, Paul Pullo, depose and say that I am employed by Kroll Restructuring Administration LLC (“**Kroll**”), the claims and noticing agent for the Debtors in the above-captioned chapter 11 cases.

On April 11, 2023, at my direction and under my supervision, employees of Kroll caused the following document to be served via first class mail on the Supplemental Master Mailing List attached hereto as **Exhibit A**:

- Notice of Chapter 11 Bankruptcy Case [Docket No. 161]

On April 21, 2023, at my direction and under my supervision, employees of Kroll caused the following documents to be served via first class mail on the Supplemental Service List attached hereto as **Exhibit B**:

- Order Authorizing the Debtors’ Motion Seeking Entry of an Order (I) Approving the Bidding Procedures and Related Deadlines, (II) Scheduling Hearings and Objection Deadlines with Respect to the Debtors’ Sale, and (III) Granting Related Relief [Docket No. 192]
- Notice of Bidding Procedures, Potential Auction, and Sale Hearing, attached hereto as **Exhibit C**

[Remainder of the page intentionally left blank]

¹ The Debtors in these Chapter 11 Cases, along with the last four digits of each Debtor’s tax identification number (as applicable), are: Genesis Global Holdco, LLC (8219); Genesis Global Capital, LLC (8564); Genesis Asia Pacific Pte. Ltd. (2164R). For the purpose of these Chapter 11 Cases, the service address for the Debtors is 250 Park Avenue South, 5th Floor, New York, NY 10003.

Dated: May 4, 2023

/s/ Paul Pullo
Paul Pullo

State of New York
County of New York

Subscribed and sworn (or affirmed) to me on May 4, 2023, by Paul Pullo, proved to me on the bases of satisfactory evidence to be the person who executed this affidavit.

/s/ HERBERT BAER
Notary Public, State of New York
No BA6205563
Qualified in Westchester County
Commission Expires May 11, 2025

Exhibit A

Exhibit A

Supplemental Master Mailing List

Served via First Class Mail

AddressID	Name	Address1
12047072	Name on file	Address on file
12046417	Name on file	Address on file

Exhibit B

Exhibit B

Supplemental Service List

Served via First Class Mail

ADDRESS ID	NAME	ADDRESS1	CITY	POSTAL CODE	COUNTRY
12047531	Name on file	Address on file			
12046921	Name on file	Address on file			
12191678	Name on file	Address on file			
12047248	Name on file	Address on file			
12046863	Name on file	Address on file			
12046420	Name on file	Address on file			
12047239	Name on file	Address on file			
12148777	Name on file	Address on file			
12047281	Name on file	Address on file			
12046370	Name on file	Address on file			
12046372	Name on file	Address on file			
12047303	Name on file	Address on file			
12046373	Name on file	Address on file			
12047319	Name on file	Address on file			
12046726	Name on file	Address on file			
12047164	Name on file	Address on file			
12046376	VERTICAL GREEN PTE LTD	1 SOON LEE STREET #06-14/15 PIONEER CENTRE	SINGAPORE	627605	SINGAPORE
12046378	WIN TAT AIR-CONDITIONING PTE LTD	NO 22 OPAL CRESCENT	SINGAPORE	328417	SINGAPORE
12047404	Name on file	Address on file			
12046379	Name on file	Address on file			
12047128	Name on file	Address on file			
12046385	XENETIX PTE LTD	87 DEFU LANE 10 #05-05	SINGAPORE	539219	SINGAPORE
12047416	Name on file	Address on file			
12046387	Name on file	Address on file			
12046725	Name on file	Address on file			
12171194	Name on file	Address on file			
12047429	Name on file	Address on file			

Exhibit C

CLEARY GOTTlieb STEEN & HAMILTON LLP

Sean A. O’Neal

Jane VanLare

One Liberty Plaza

New York, New York 10006

Telephone: 212-225-2000

Facsimile: 212-225-3999

*Counsel to the Debtors
and Debtors-in-Possession*

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re:

Genesis Global Holdco, LLC, *et al.*,¹

Debtors.

Chapter 11

Case No.: 23-10063 (SHL)

Jointly Administered

**NOTICE OF BIDDING PROCEDURES,
POTENTIAL AUCTION, AND SALE HEARING**

PLEASE TAKE NOTICE that, on January 19, 2023 (the “Petition Date”), Genesis Global Holdco, LLC and its affiliates Genesis Global Capital, LLC and Genesis Asia Pacific Pte. Ltd., as debtors and debtors-in-possession in the above-captioned cases (collectively, the “Debtors” and the cases, the “Chapter 11 Cases”), each filed a voluntary petition for relief under chapter 11 of title 11 of the United States Bankruptcy Code, 11 U.S.C. §§ 101 *et seq.* (the “Bankruptcy Code”) with the Bankruptcy Court for the Southern District of New York (the “Court”).²

PLEASE TAKE FURTHER NOTICE that on March 16, 2023, the Debtors filed a motion [Docket No. 133] (the “Motion”) seeking, among other things, the entry of an order approving (a) bidding procedures (the “Bidding Procedures”) in connection with the proposed auction (the “Auction”) and sale (the “Sale”) of the Debtors’, Genesis Global Trading, Inc.’s and non-Debtor subsidiaries’ equity or some or all of their assets (the “Assets”) to one or more Successful Bidders, (b) the selection of a Stalking Horse Bidder and the

¹ The Debtors in these Chapter 11 Cases, along with the last four digits of each Debtor’s tax identification number (as applicable), are: Genesis Global Holdco, LLC (8219); Genesis Global Capital, LLC (8564); Genesis Asia Pacific Pte. Ltd. (2164R). For the purpose of these Chapter 11 Cases, the service address for the Debtors is 250 Park Avenue South, 5th Floor, New York, NY 10003.

² Capitalized terms used in this notice and not defined herein shall have the meanings given to them in the Bidding Procedures (as defined herein).

payment of Bid Protections in certain instances as set forth in the Bidding Procedures, and (c) scheduling dates and deadlines in connection with approval of the Sale (the “Sale Schedule”).

PLEASE TAKE FURTHER NOTICE that on March 31, 2023, the Bankruptcy Court entered an order [Docket No. 192] (the “Bidding Procedures Order”) granting the relief sought in the Motion, including, among other things, approving the Bidding Procedures and the Sale Schedule.

Contact Parties for Parties Interested in Submitting a Bid

Investment Banker to the Debtors	Counsel to the Debtors
Moelis & Company LLC 399 Park Avenue, 4th Floor New York, NY 10022 Attn.: Zul Jamal (zul.jamal@moelis.com) Barak Klein (barak.klein@moelis.com)	Cleary Gottlieb, Steen & Hamilton LLP One Liberty Plaza New York, NY 10006 Attn: Sean A. O’Neal, Esq. (soneal@cgsh.com) Jane VanLare, Esq. (jvanlare@cgsh.com)

Obtaining Information

Copies of the Bidding Procedures Order, the Bidding Procedures, and any other related documents can be viewed and/or obtained: by (i) accessing the Court’s website at www.nysb.uscourts.gov or (ii) from the Debtors’ notice and claims agent, Kroll Restructuring Administration LLC, located at 55 East 52nd Street, 17th Floor, New York, NY 10055, at <https://restructuring.ra.kroll.com/genesis/> or by calling +1 888-524-2017. Note that a PACER password is needed to access documents on the Court’s website.

The Sale Schedule

Action	Description	Deadline
Bidding Procedures Hearing	The hearing before the Court to consider this Motion	March 30, 2023
Indications of Interest Deadline	The deadline by which all indications of interest must be actually received	May 5, 2023
Stalking Horse Designation Deadline	The date by which the Debtors may designate one or more Qualified Bidders as the Stalking Horse Bidder(s), if any; provided however that the Debtors may designate a Stalking Horse Bidder at any time prior to the Stalking Horse Designation Deadline; and provided further that the Debtors, in consultation with the Consultation Parties, may extend the Stalking Horse Designation Deadline provided that a notice of any such extension is filed on the docket	June 12, 2023
Bid Deadline	The deadline by which all binding Bids must be actually received pursuant to the Bidding Procedures, as well as the deadline by which DCG must identify whether or not it or any of its insiders or controlled affiliates will submit a Bid or whether any newly created entity wholly-owned or directly or indirectly controlled by DCG’S insiders or	June 19, 2023

	controlled affiliates (other than by virtue of its existing equity ownership in the Debtors) intends to submit a Bid	
Auction	The date and time of the Auction, if one is needed, which will be held at the offices of Cleary Gottlieb Steen & Hamilton LLP, One Liberty Plaza, 38th Floor, New York, NY 10006 and/or via Zoom	June 27, 2023
Deadline to file the Designation of Successful Bid	The deadline to file a notice designating the Successful Bid and Successful Bidder, as well as the Back-up Bid and Back-up Bidder	One business day following the conclusion of the Auction
Sale Objection Deadline	The deadline by which objections to the entry of an order by the Court approving the Sale must be filed with the Court and served so as to be actually received by the appropriate notice parties (the “ <u>Sale Objection Deadline</u> ”)	July 7, 2023, or as otherwise determined in accordance with a motion seeking entry of an order approving the adequacy of a disclosure statement and setting forth the timeline for confirmation of a plan
Sale Hearing (subject to the Court’s availability)	The Sale will be implemented under the Plan and shall be approved at the Confirmation Hearing	July 14, 2023, or as otherwise determined in accordance with a motion seeking entry of an order approving the adequacy of a disclosure statement and setting forth the timeline for confirmation of a plan

Filing Objections to the Sale

The Debtors request that the Court require that objections to the Sale (a) be in writing; (b) comply with the Bankruptcy Rules, the Local Rules and other case management rules and orders of this Court; (c) state the name and address of the objecting party and the amount and nature of the claim or interest asserted by the objecting party against the estate or property of the Debtors; (d) state with particularity the legal and factual basis for such objections, and, if applicable, a proposed modification to the Sale that would resolve such objection; and (e) be filed with the Court with proof of service thereof and served upon, so as to be actually received by the Sale Objection Deadline, the following parties: (i) the Office of the United States Trustee for Region 2; (ii) counsel to the Debtors, Cleary Gottlieb, Steen and Hamilton LLP, One Liberty Plaza, NY, NY 10006 Attn: Sean O’Neal (soneal@cgsh.com) and Jane VanLare (jvanlare@cgsh.com); (iii) the investment banker to the Debtors, Moelis & Company LLC, 399 Park Avenue, 4th Floor, New York, New York 10022, Attn: Zul Jamal and Barak Klein, and; (iv) counsel to the Committee, White & Case LLP, 111 South Wacker Drive Suite 5100, Chicago, Illinois 60606, Attn: Gregory F. Pesce (gregory.pesce@whitecase.com) and 1221 Avenue of the Americas, New York, New York 10020, Attn: Philip Abelson (philip.abelson@whitecase.com).

Consequences of Failing to Timely File an Objection

Any party or entity who fails to timely file an objection to the Sale on or before the Sale Objection Deadline, in accordance with the Bidding Procedures, shall be forever barred from asserting any objection to the Sale.